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SUPERMAN
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ACTION
COMICS
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BY STERN, PEREZ, GAMMILL AND BREEDING
THE BRAINIAC TRILOGY
PART THREE
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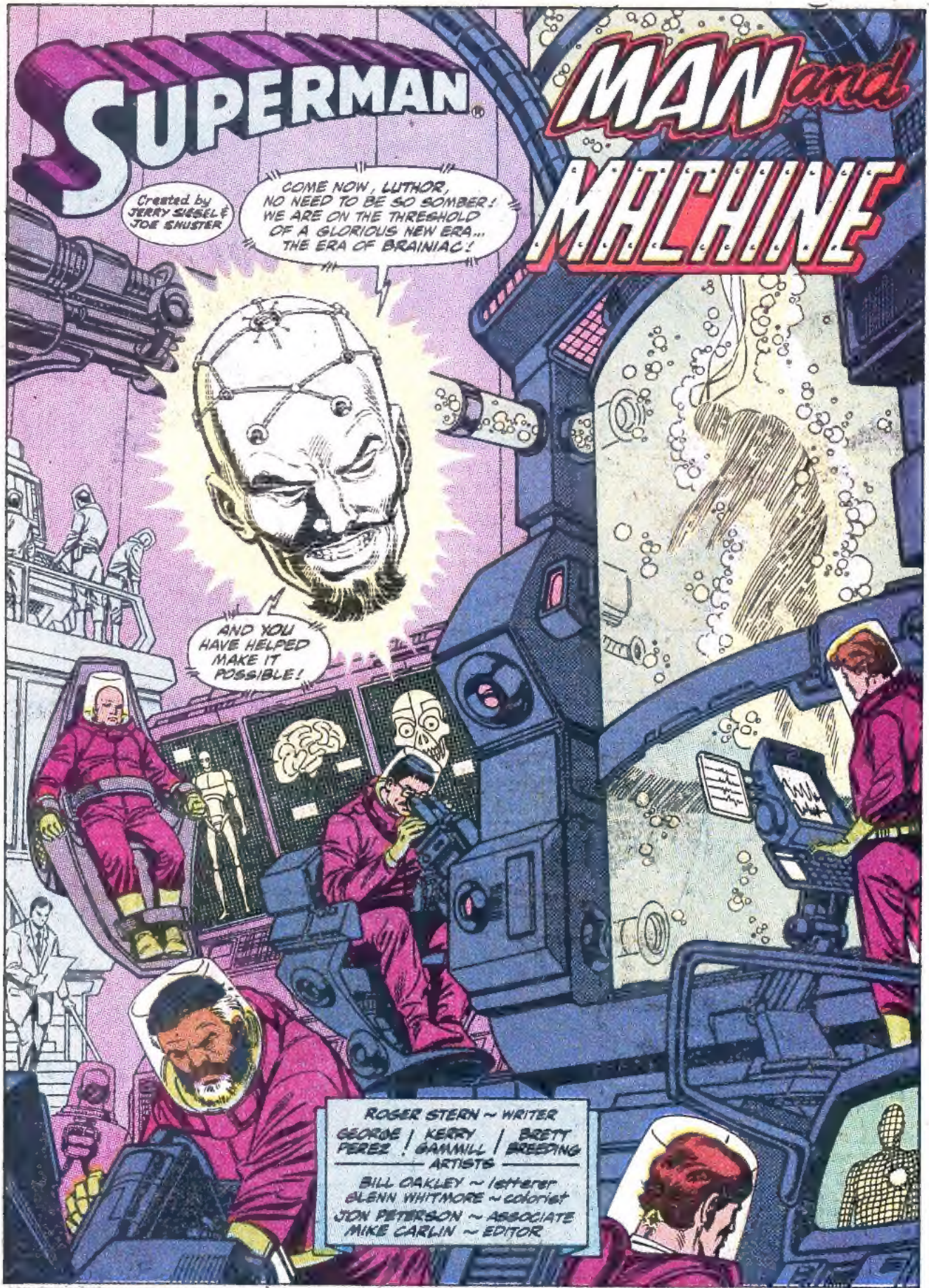


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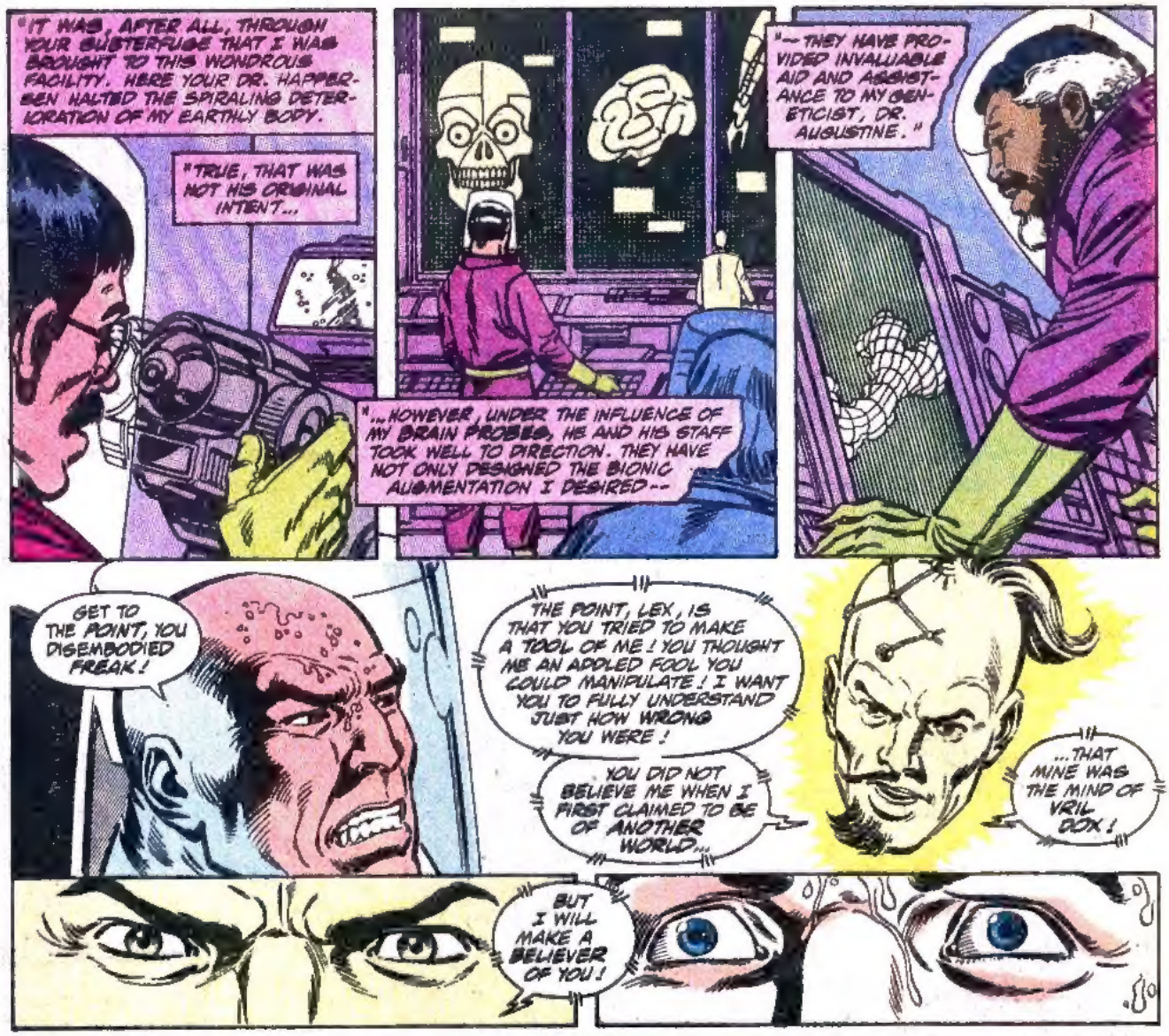
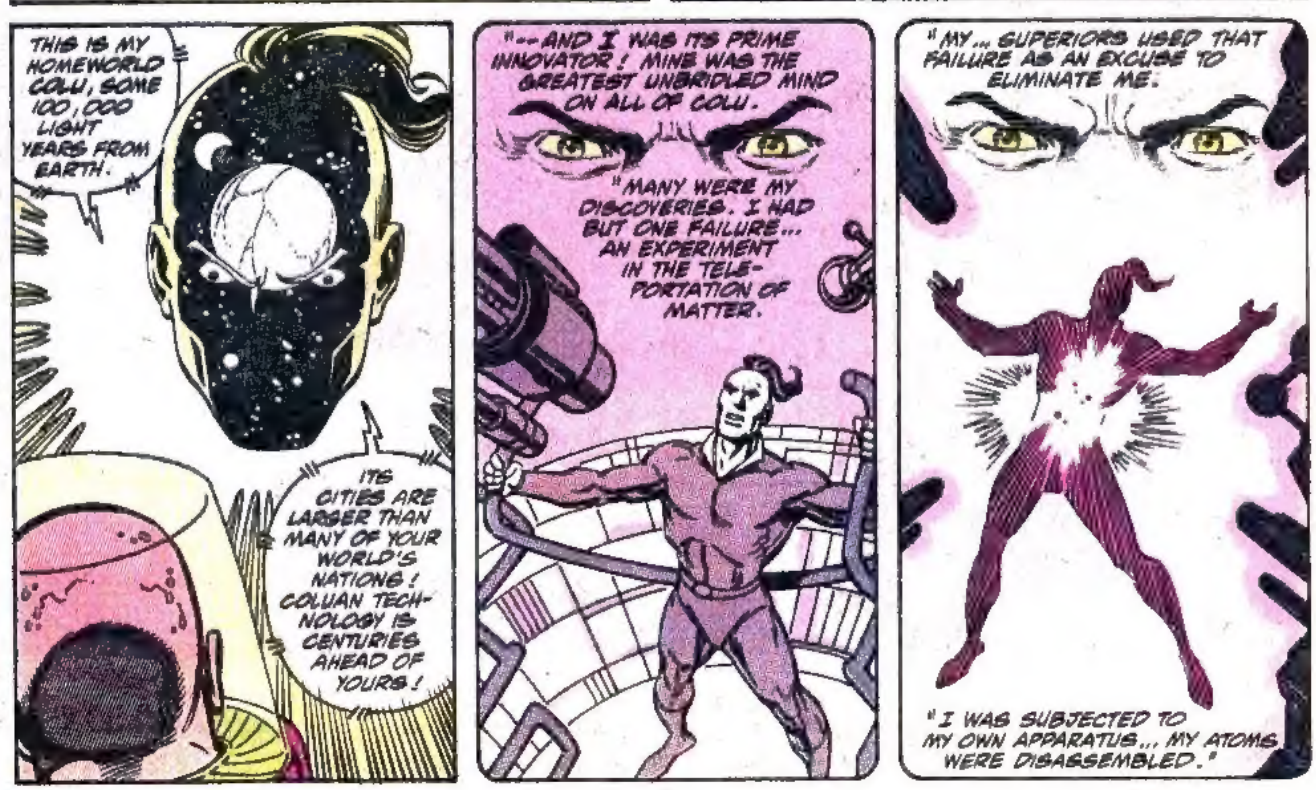
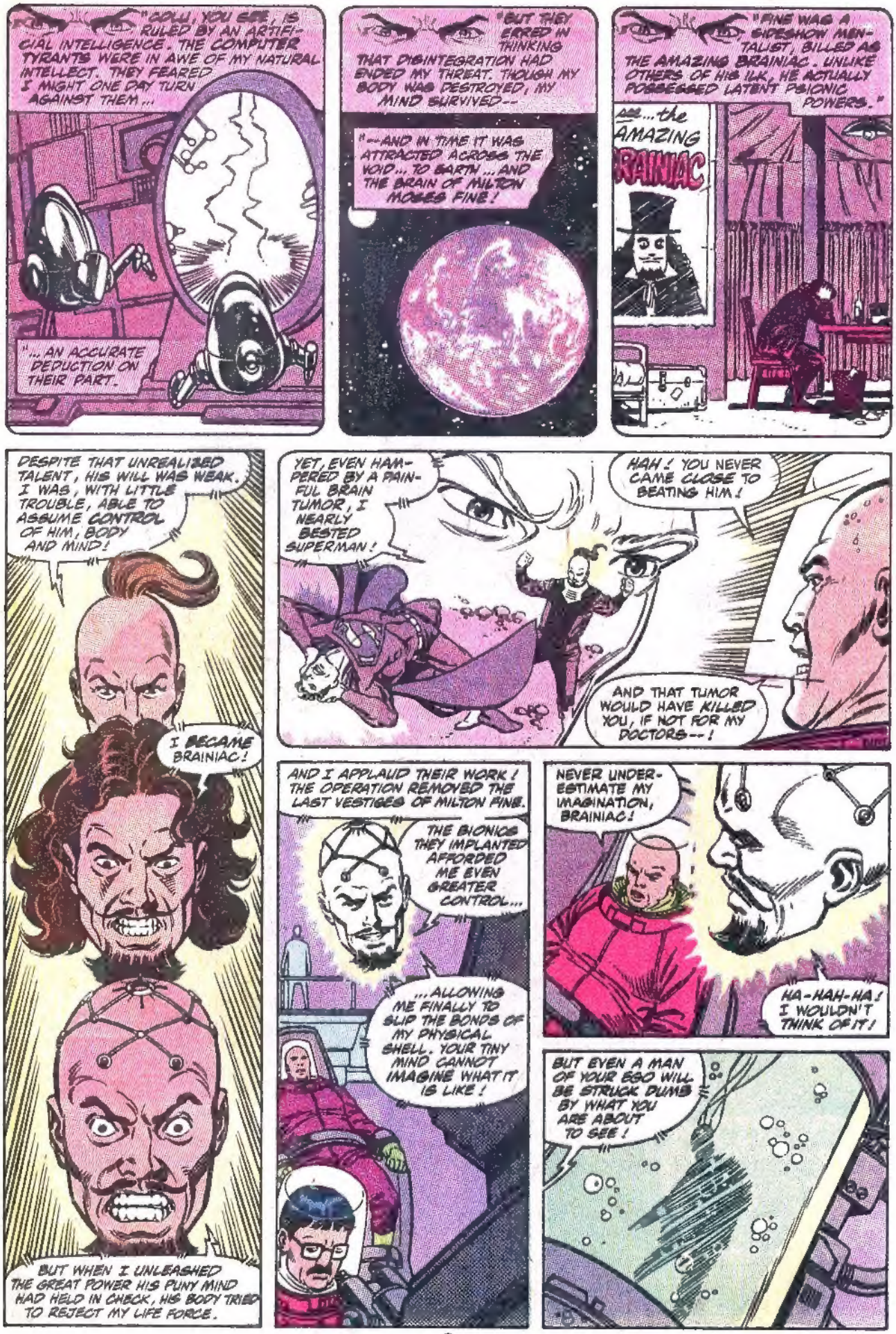
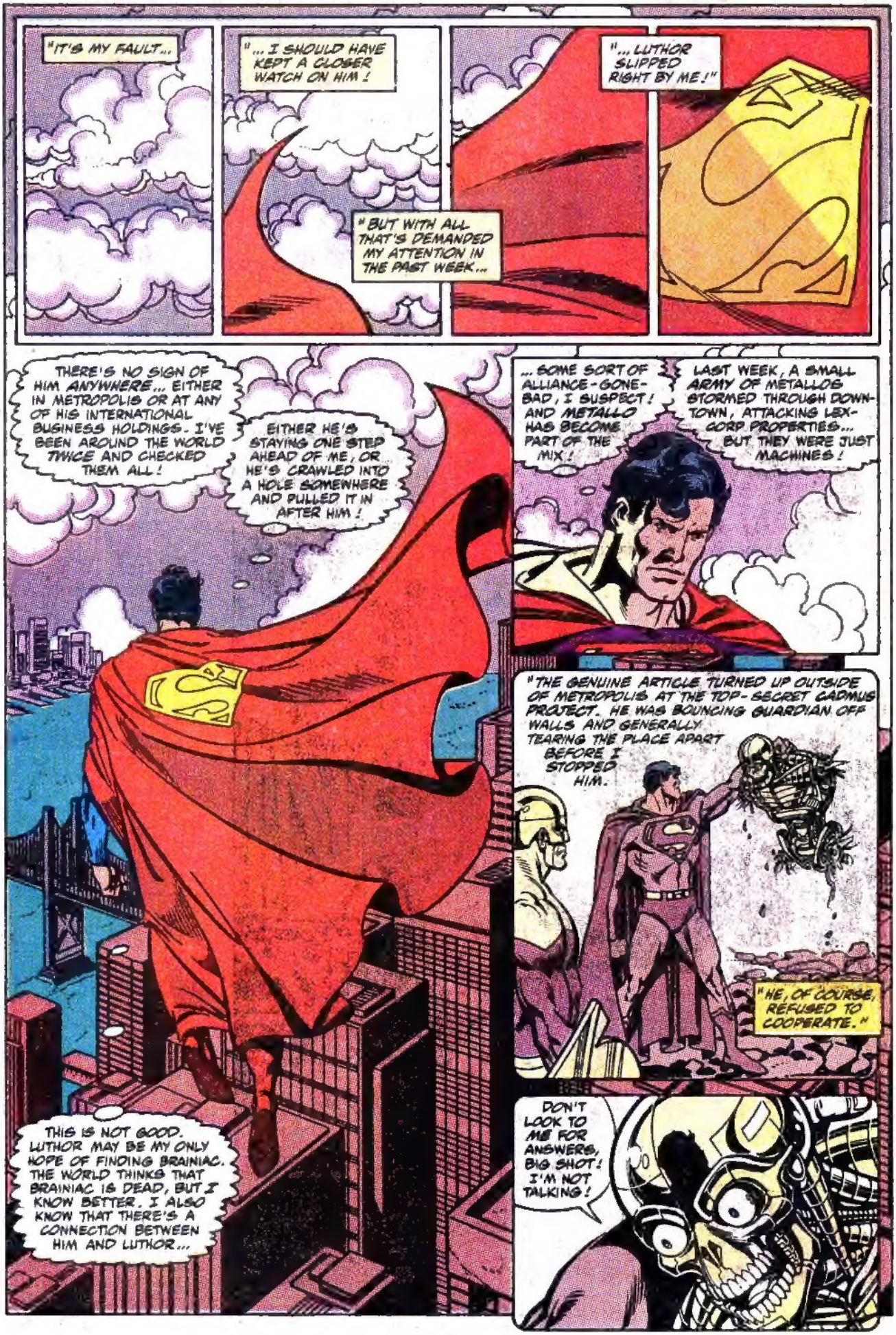
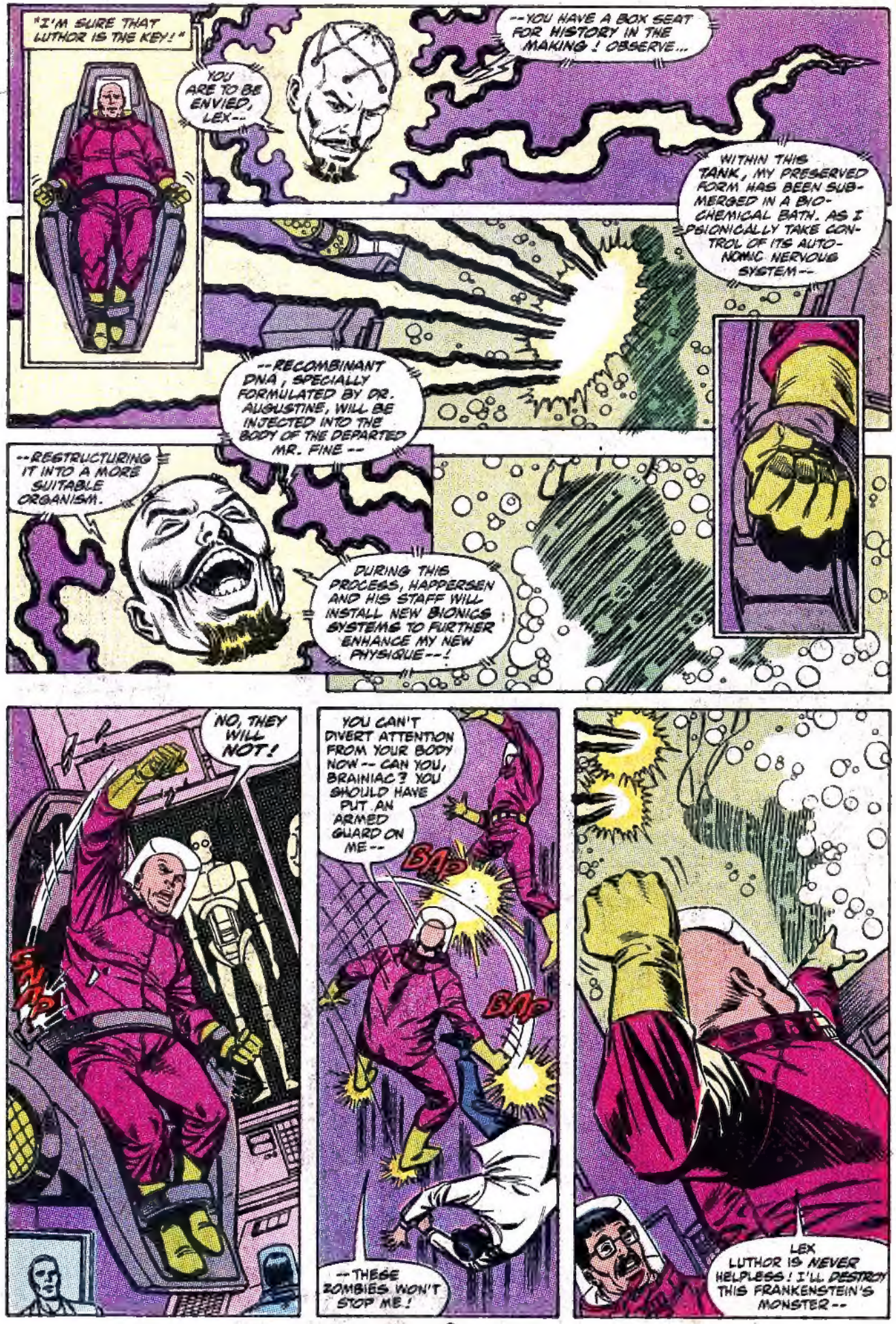

"IT WAS, AFTER ALL, THROUGH YOUR SUBTERFUGE THAT I WAS BROUGHT TO THIS WONDROUS FACILITY. HERE YOUR DR. HAPPERSEN HALTED THE SPIRALING DETERIORATION OF MY EARTHLY BODY.
"TRUE, THAT WAS NOT HIS ORIGINAL INTENT...
"...HOWEVER, UNDER THE INFLUENCE OF MY BRAIN PROBES, HE AND HIS STAFF TOOK WELL TO DIRECTION. THEY HAVE NOT ONLY DESIGNED THE BIONIC AUGMENTATION I DESIRED--
"--THEY HAVE PROVIDED INVALUABLE AID AND ASSISTANCE TO MY GENETICIST, DR. AUGUSTINE."
GET TO THE POINT, YOU DISEMBODIED FREAK!
THE POINT, LEX, IS THAT YOU TRIED TO MAKE A TOOL OF ME! YOU THOUGHT ME AN ADDLED FOOL YOU COULD MANIPULATE! I WANT YOU TO FULLY UNDERSTAND JUST HOW WRONG YOU WERE!
YOU DID NOT BELIEVE ME WHEN I FIRST CLAIMED TO BE OF ANOTHER WORLD...
...THAT MINE WAS THE MIND OF VRIL DOX!
BUT I WILL MAKE A BELIEVER OF YOU!


THIS IS MY HOMEWORLD COLU, SOME 100,000 LIGHT YEARS FROM EARTH.
ITS CITIES ARE LARGER THAN MANY OF YOUR WORLD'S NATIONS! COLUAN TECHNOLOGY IS CENTURIES AHEAD OF YOURS!
"--AND I WAS ITS PRIME INNOVATOR! MINE WAS THE GREATEST UNBRIDLED MIND ON ALL OF COLU.
"MANY WERE MY DISCOVERIES. I HAD BUT ONE FAILURE... AN EXPERIMENT IN THE TELEPORTATION OF MATTER.
"MY... SUPERIORS USED THAT FAILURE AS AN EXCUSE TO ELIMINATE ME.
"I WAS SUBJECTED TO MY OWN APPARATUS... MY ATOMS WERE DISASSEMBLED."

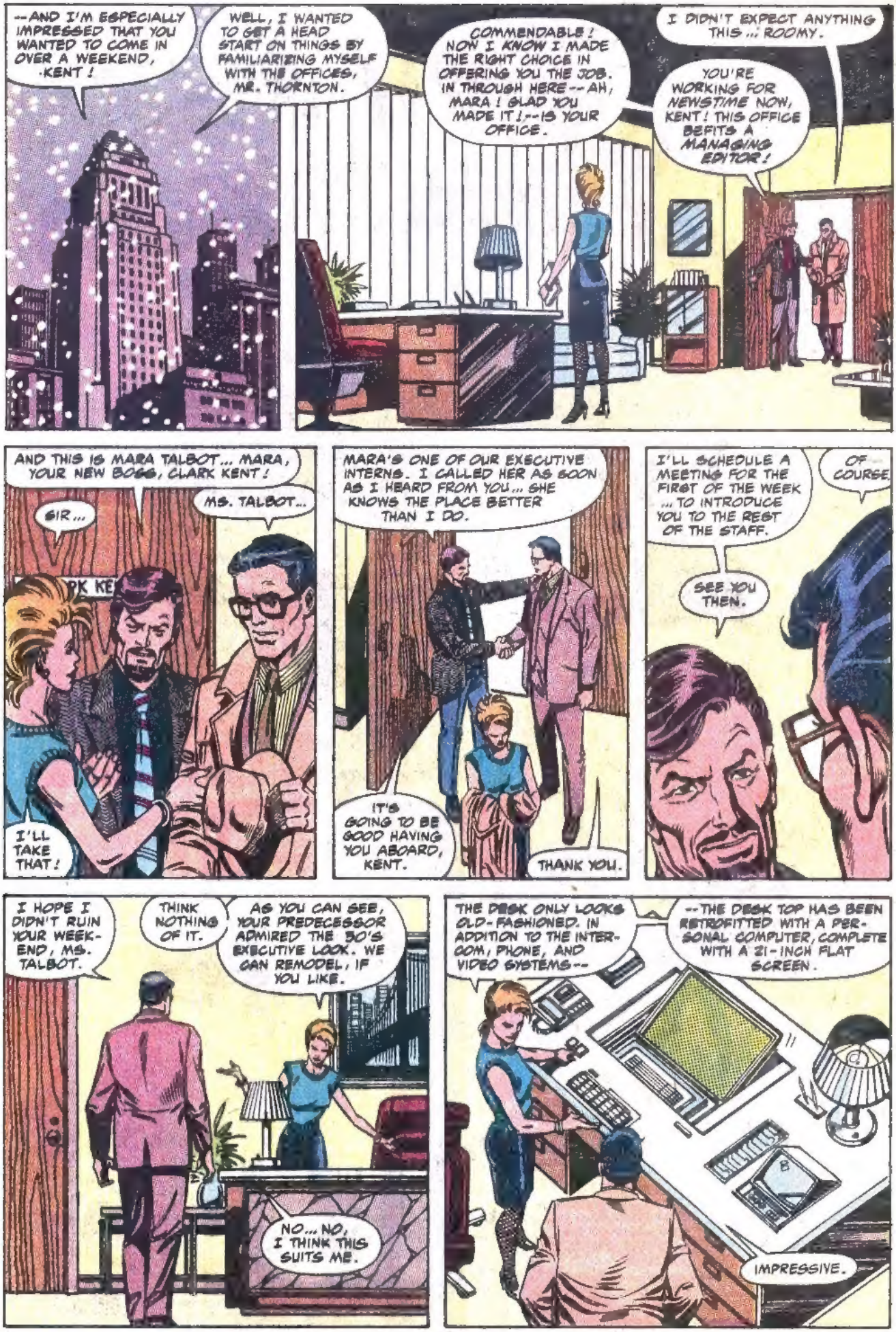

"COLU, YOU SEE, IS RULED BY AN ARTIFICIAL INTELLIGENCE. THE COMPUTER TYRANTS WERE IN AWE OF MY NATURAL INTELLECT. THEY FEARED I MIGHT ONE DAY TURN AGAINST THEM...
"...AN ACCURATE DEDUCTION ON THEIR PART.
"BUT THEY ERRED IN THINKING THAT DISINTEGRATION HAD ENDED MY THREAT. THOUGH MY BODY WAS DESTROYED, MY MIND SURVIVED--
"--AND IN TIME IT WAS ATTRACTED ACROSS THE VOID... TO EARTH... AND THE BRAIN OF MILTON MOSES FINE!
"FINE WAS A SIDESHOW MENTALIST, BILLED AS THE AMAZING BRAINIAC. UNLIKE OTHERS OF HIS ILK, HE ACTUALLY POSSESSED LATENT PSIONIC POWERS."
...the AMAZING BRAINIAC
DESPITE THAT UNREALIZED TALENT, HIS WILL WAS WEAK. I WAS, WITH LITTLE TROUBLE, ABLE TO ASSUME CONTROL OF HIM, BODY AND MIND!
I BECAME BRAINIAC!
BUT WHEN I UNLEASHED THE GREAT POWER HIS PUNY MIND HAD HELD IN CHECK, HIS BODY TRIED TO REJECT MY LIFE FORCE.
YET, EVEN HAMPERED BY A PAINFUL BRAIN TUMOR, I NEARLY BESTED SUPERMAN!
HAH! YOU NEVER CAME CLOSE TO BEATING HIM!
AND THAT TUMOR WOULD HAVE KILLED YOU, IF NOT FOR MY DOCTORS--!
AND I APPLAUD THEIR WORK! THE OPERATION REMOVED THE LAST VESTIGES OF MILTON FINE.
THE BIONICS THEY IMPLANTED AFFORDED ME EVEN GREATER CONTROL...
...ALLOWING ME FINALLY TO SLIP THE BONDS OF MY PHYSICAL SHELL. YOUR TINY MIND CANNOT IMAGINE WHAT IT IS LIKE!
NEVER UNDERESTIMATE MY IMAGINATION, BRAINIAC!
HA-HAH-HA! I WOULDN'T THINK OF IT!
BUT EVEN A MAN OF YOUR EGO WILL BE STRUCK DUMB BY WHAT YOU ARE ABOUT TO SEE!

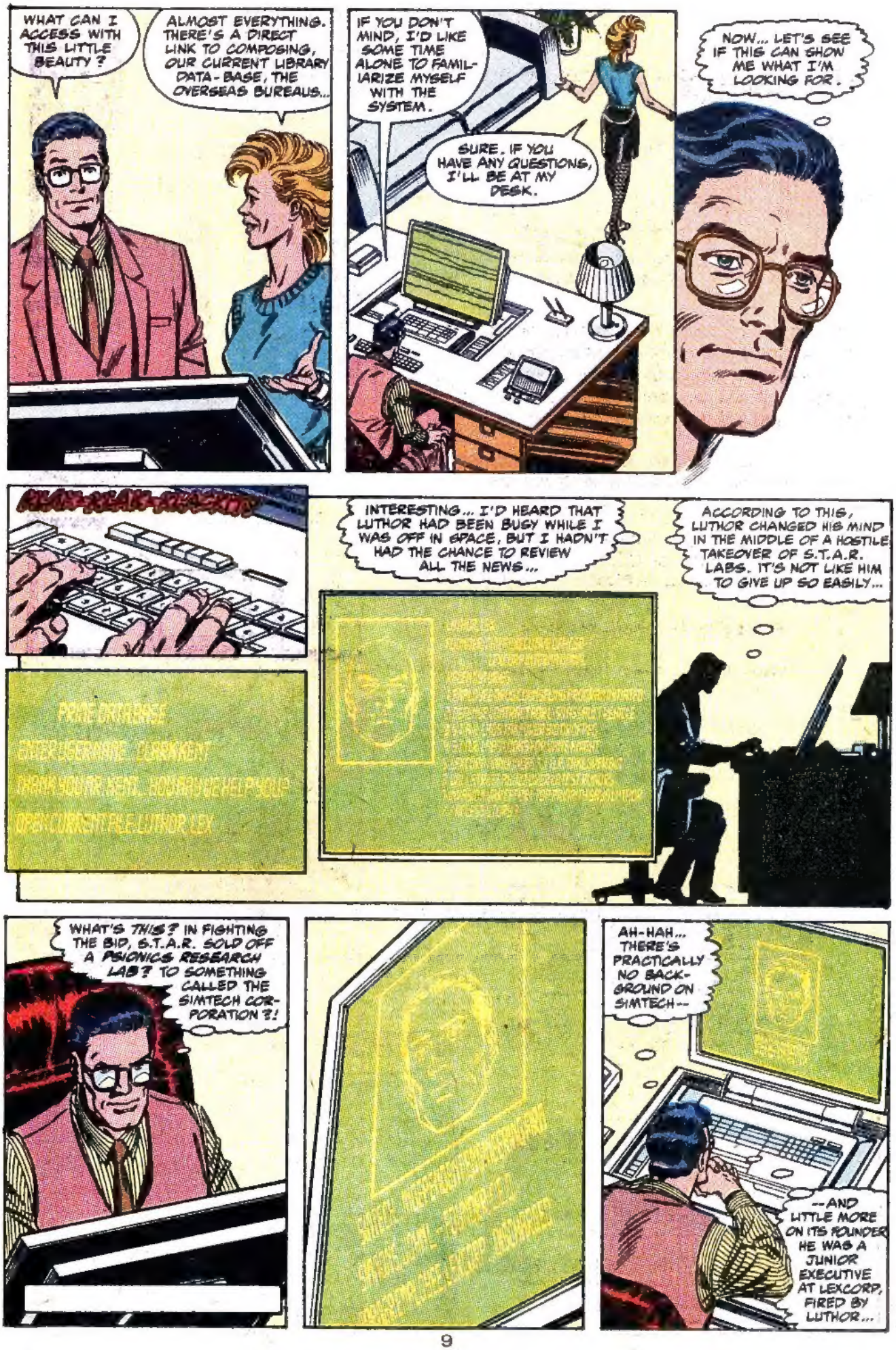

"IT'S MY FAULT...
"... I SHOULD HAVE KEPT A CLOSER WATCH ON HIM!
"BUT WITH ALL THAT'S DEMANDED MY ATTENTION IN THE PAST WEEK...
"... LUTHOR SLIPPED RIGHT BY ME!"
THERE'S NO SIGN OF HIM ANYWHERE... EITHER IN METROPOLIS OR AT ANY OF HIS INTERNATIONAL BUSINESS HOLDINGS. I'VE BEEN AROUND THE WORLD TWICE AND CHECKED THEM ALL!
EITHER HE'S STAYING ONE STEP AHEAD OF ME, OR HE'S CRAWLED INTO A HOLE SOMEWHERE AND PULLED IT IN AFTER HIM!
THIS IS NOT GOOD. LUTHOR MAY BE MY ONLY HOPE OF FINDING BRAINIAC. THE WORLD THINKS THAT BRAINIAC IS DEAD, BUT I KNOW BETTER. I ALSO KNOW THAT THERE'S A CONNECTION BETWEEN HIM AND LUTHOR...
... SOME SORT OF ALLIANCE - GONE-BAD, I SUSPECT! AND METALLO HAS BECOME PART OF THE MIX!
LAST WEEK, A SMALL ARMY OF METALLOS STORMED THROUGH DOWNTOWN, ATTACKING LEXCORP PROPERTIES... BUT THEY WERE JUST MACHINES!
"THE GENUINE ARTICLE TURNED UP OUTSIDE OF METROPOLIS AT THE TOP-SECRET CADMUS PROJECT. HE WAS BOUNCING GUARDIAN OFF WALLS AND GENERALLY TEARING THE PLACE APART BEFORE I STOPPED HIM.
"HE, OF COURSE, REFUSED TO COOPERATE."
DON'T LOOK TO ME FOR ANSWERS, BIG SHOT! I'M NOT TALKING!

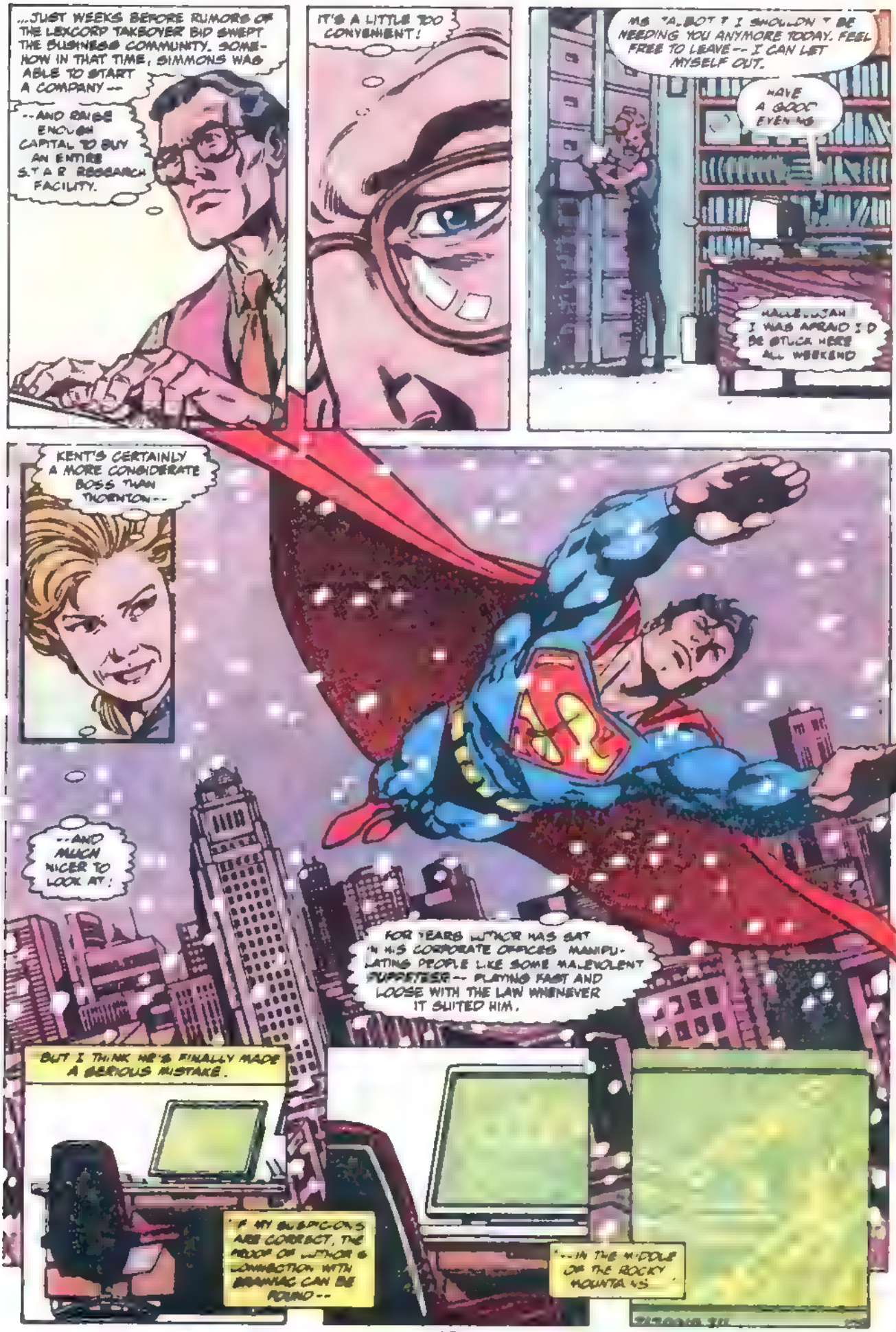
"MY ONLY REAL CLUE CAME FROM DUBBILEX, THE PROJECT'S GENETICALLY ENGINEERED D. N. ALIEN..."
METALLO WAS NOT THE INTRUDER I DETECTED EARLIER, SUPERMAN... I CAN JUST BARELY DISCERN HIS HUMAN BRAIN WITHIN THAT SHIELDED METAL SKULL.
NO, THE PRESENCE I SENSED WAS ANOTHER ALIEN MIND... UNLIKE ANY I HAVE EVER FELT. IT WAS A MALEVOLENT INTELLIGENCE OF GREAT POWER!
A CHECK OF SECURITY TAPES REVEALED THAT METALLO HAD ARRIVED THERE -- IN DISGUISE -- WITH A DR. REGINALD AUGUSTINE, ONE OF THE PROJECT'S FOUNDERS...
...BUT THE GUARD WHO ADMITTED THEM INTO THE PROJECT HAD NO MEMORY OF IT! AND NOW AUGUSTINE HAS VANISHED!
IF BRAINIAC'S WAS THE PRESENCE THAT DUBBILEX DETECTED, WHY WAS THERE NO SIGN OF HIM? AND IF METALLO WAS WORKING FOR BRAINIAC, WHAT WAS THEIR CONNECTION WITH AUGUSTINE?
WHY DID AUGUSTINE TAKE METALLO INTO A GENETICS LAB? WAS HE UNDER SOME SORT OF MENTAL CONTROL?
WAS THE MAYHEM METALLO CAUSED JUST A DIVERSION TO COVER AUGUSTINE'S DISAPPEARANCE?
MORE QUESTIONS AND NO ANSWERS! THIS PUZZLE WOULD EVEN TRY THE BATMAN! HMMM...
IF SUPERMAN CAN'T FIND THE MISSING PIECES...
...PERHAPS CLARK KENT WILL HAVE BETTER LUCK. IT'S GOING TO FEEL STRANGE, THOUGH, CHASING DOWN A LEAD--
--WITHOUT THE RESOURCES OF THE DAILY PLANET BEHIND ME!
I HOPE MY NEW JOB CAN SUPPLY THE INFORMATION I NEED TO TRACK DOWN LUTHOR!

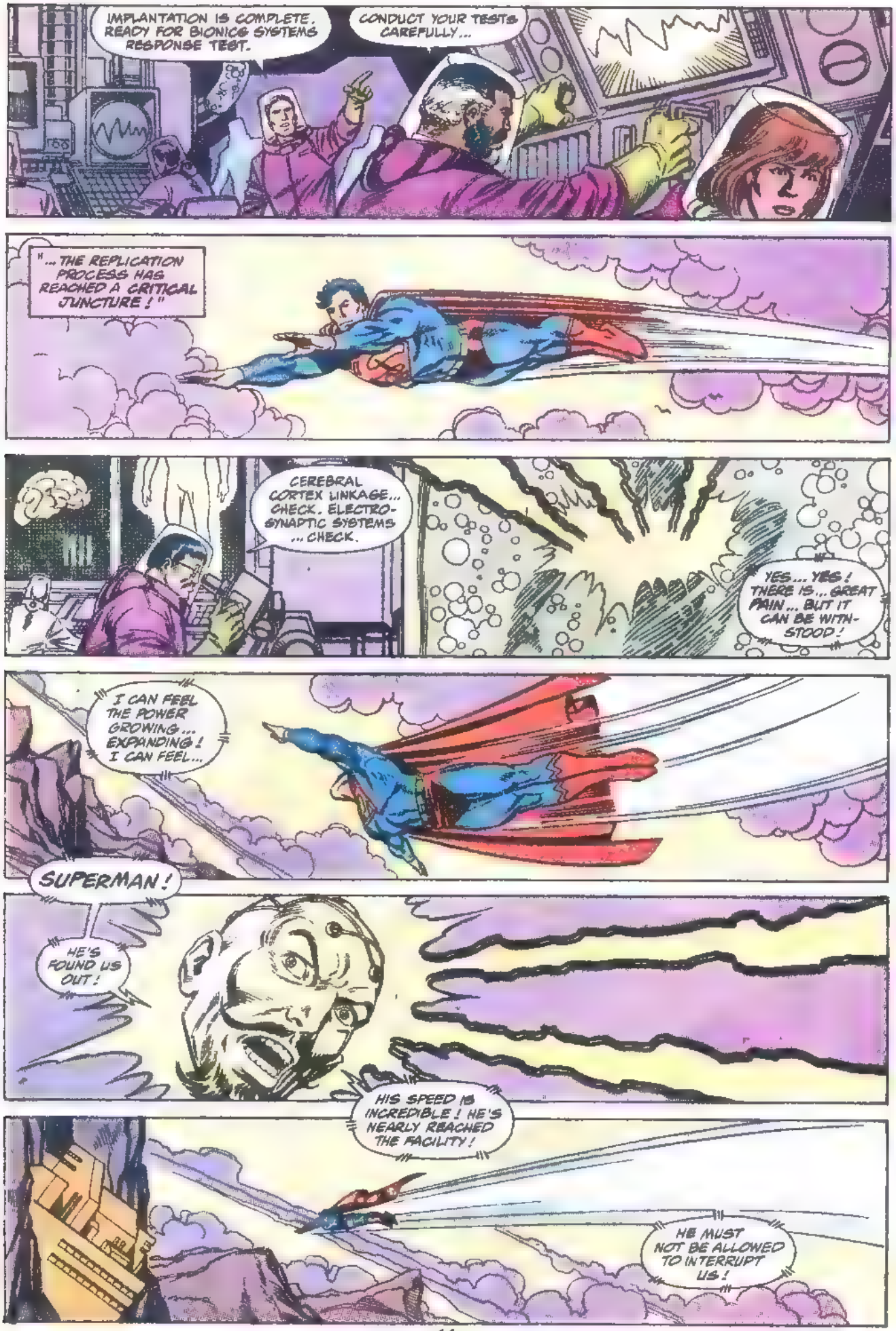

"I'M SURE THAT LUTHOR IS THE KEY!"
YOU ARE TO BE ENVIED, LEX--
--YOU HAVE A BOX SEAT FOR HISTORY IN THE MAKING! OBSERVE...
WITHIN THIS TANK, MY PRESERVED FORM HAS BEEN SUBMERGED IN A BIOCHEMICAL BATH. AS I PSIONICALLY TAKE CONTROL OF ITS AUTONOMIC NERVOUS SYSTEM--
--RECOMBINANT DNA, SPECIALLY FORMULATED BY DR. AUGUSTINE, WILL BE INJECTED INTO THE BODY OF THE DEPARTED MR. FINE--
--RESTRUCTURING IT INTO A MORE SUITABLE ORGANISM.
DURING THIS PROCESS, HAPPERSEN AND HIS STAFF WILL INSTALL NEW BIONICS SYSTEMS TO FURTHER ENHANCE MY NEW PHYSIQUE--!
NO, THEY WILL NOT!
SNAP
YOU CAN'T DIVERT ATTENTION FROM YOUR BODY NOW -- CAN YOU, BRAINIAC? YOU SHOULD HAVE PUT AN ARMED GUARD ON ME--
BAP
BAP
--THESE ZOMBIES WON'T STOP ME!
LEX LUTHOR IS NEVER HELPLESS! I'LL DESTROY THIS FRANKENSTEIN'S MONSTER--

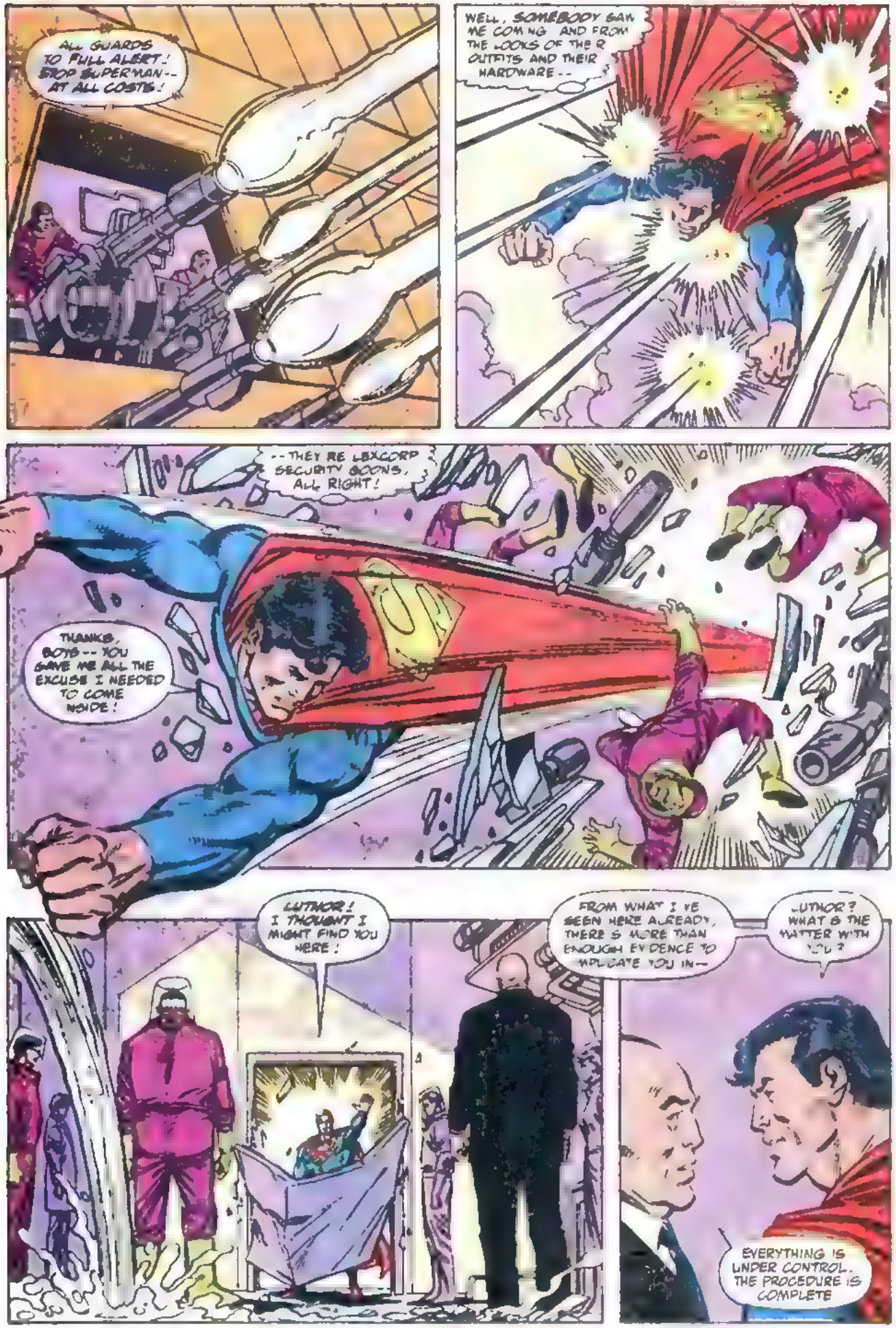
--ONCE AND FOR ALL!
THUMP
WHA... WHAT--?!?
SUCH A DISPLAY OF BRAVADO--ALL THE MORE ENTERTAINING, IN THAT IT WAS SO PATHETIC! DID YOU THINK I WOULD LEAVE YOU ANY POSSIBLE OPPORTUNITY TO INTERFERE WITH MY PLAN?
IT... WAS ALL AN ILLUSION?
OF COURSE! NOW YOU KNOW HOW POWERLESS YOU REALLY ARE.
OH, THE PROCEDURE I MADE YOU SEE IS QUITE REAL! AS A MATTER OF FACT, IT'S BEEN UNDER WAY FOR MUCH OF THE PAST WEEK... WHILE I'VE TOYED WITH YOU HERE.
HOWEVER, THE PROCESS HAS REACHED A POINT WHERE MY FULL ATTENTION IS REQUIRED. AND WHILE THERE'S VERY LITTLE CHANCE OF YOUR DISRUPTING THINGS, I PREFER TO LEAVE NOTHING TO CHANCE!
EH? WHAT ARE YOU GOING TO DO?
RELAX, LEX! I ASSURE YOU, YOU WON'T BE INJURED... UNLESS YOU INSIST!
MY STAFF IS MERELY GOING TO GIVE YOU SOMETHING TO MAKE YOU MORE OF A TEAM PLAYER!
"I MUST SAY, I'VE LOOKED FORWARD TO THIS MOMENT--"

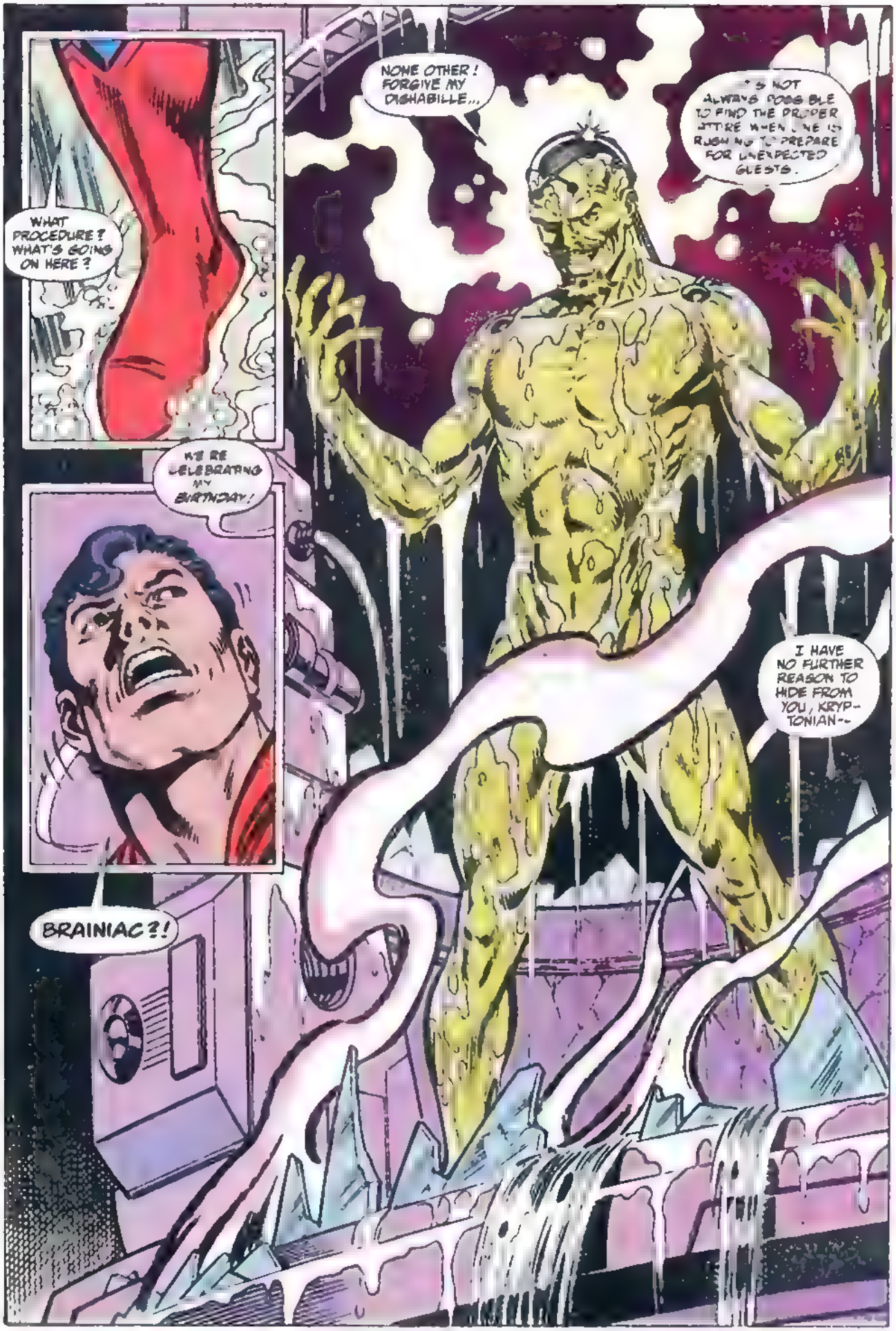

--AND I'M ESPECIALLY IMPRESSED THAT YOU WANTED TO COME IN OVER A WEEKEND, KENT!
WELL, I WANTED TO GET A HEAD START ON THINGS BY FAMILIARIZING MYSELF WITH THE OFFICES, MR. THORNTON.
COMMENDABLE! NOW I KNOW I MADE THE RIGHT CHOICE IN OFFERING YOU THE JOB. IN THROUGH HERE--AH, MARA! GLAD YOU MADE IT!--IS YOUR OFFICE.
I DIDN'T EXPECT ANYTHING THIS... ROOMY.
YOU'RE WORKING FOR NEWSTIME NOW, KENT! THIS OFFICE BEFITS A MANAGING EDITOR!
AND THIS IS MARA TALBOT... MARA, YOUR NEW BOSS, CLARK KENT!
SIR...
MS. TALBOT...
I'LL TAKE THAT!
MARA'S ONE OF OUR EXECUTIVE INTERNS. I CALLED HER AS SOON AS I HEARD FROM YOU... SHE KNOWS THE PLACE BETTER THAN I DO.
IT'S GOING TO BE GOOD HAVING YOU ABOARD, KENT.
THANK YOU.
I'LL SCHEDULE A MEETING FOR THE FIRST OF THE WEEK ... TO INTRODUCE YOU TO THE REST OF THE STAFF.
OF COURSE.
SEE YOU THEN.
I HOPE I DIDN'T RUIN YOUR WEEK-END, MS. TALBOT.
THINK NOTHING OF IT.
AS YOU CAN SEE, YOUR PREDECESSOR ADMIRED THE 30'S EXECUTIVE LOOK. WE CAN REMODEL, IF YOU LIKE.
NO... NO, I THINK THIS SUITS ME.
THE DESK ONLY LOOKS OLD-FASHIONED. IN ADDITION TO THE INTER-COM, PHONE, AND VIDEO SYSTEMS--
--THE DESK TOP HAS BEEN RETROFITTED WITH A PER-SONAL COMPUTER, COMPLETE WITH A 21-INCH FLAT SCREEN.
IMPRESSIVE.


WHAT CAN I ACCESS WITH THIS LITTLE BEAUTY?
ALMOST EVERYTHING. THERE'S A DIRECT LINK TO COMPOSING, OUR CURRENT LIBRARY DATA-BASE, THE OVERSEAS BUREAUS...
IF YOU DON'T MIND, I'D LIKE SOME TIME ALONE TO FAMILIARIZE MYSELF WITH THE SYSTEM.
SURE. IF YOU HAVE ANY QUESTIONS, I'LL BE AT MY DESK.
NOW... LET'S SEE IF THIS CAN SHOW ME WHAT I'M LOOKING FOR.
INTERESTING... I'D HEARD THAT LUTHOR HAD BEEN BUSY WHILE I WAS OFF IN SPACE, BUT I HADN'T HAD THE CHANCE TO REVIEW ALL THE NEWS...
ACCORDING TO THIS, LUTHOR CHANGED HIS MIND IN THE MIDDLE OF A HOSTILE TAKEOVER OF S.T.A.R. LABS. IT'S NOT LIKE HIM TO GIVE UP SO EASILY...
WHAT'S THIS? IN FIGHTING THE BID, S.T.A.R. SOLD OFF A PSIONICS RESEARCH LAB? TO SOMETHING CALLED THE SIMTECH CORPORATION?!
AH-HAH... THERE'S PRACTICALLY NO BACKGROUND ON SIMTECH--
--AND LITTLE MORE ON ITS FOUNDER HE WAS A JUNIOR EXECUTIVE AT LEXCORP, FIRED BY LUTHOR...

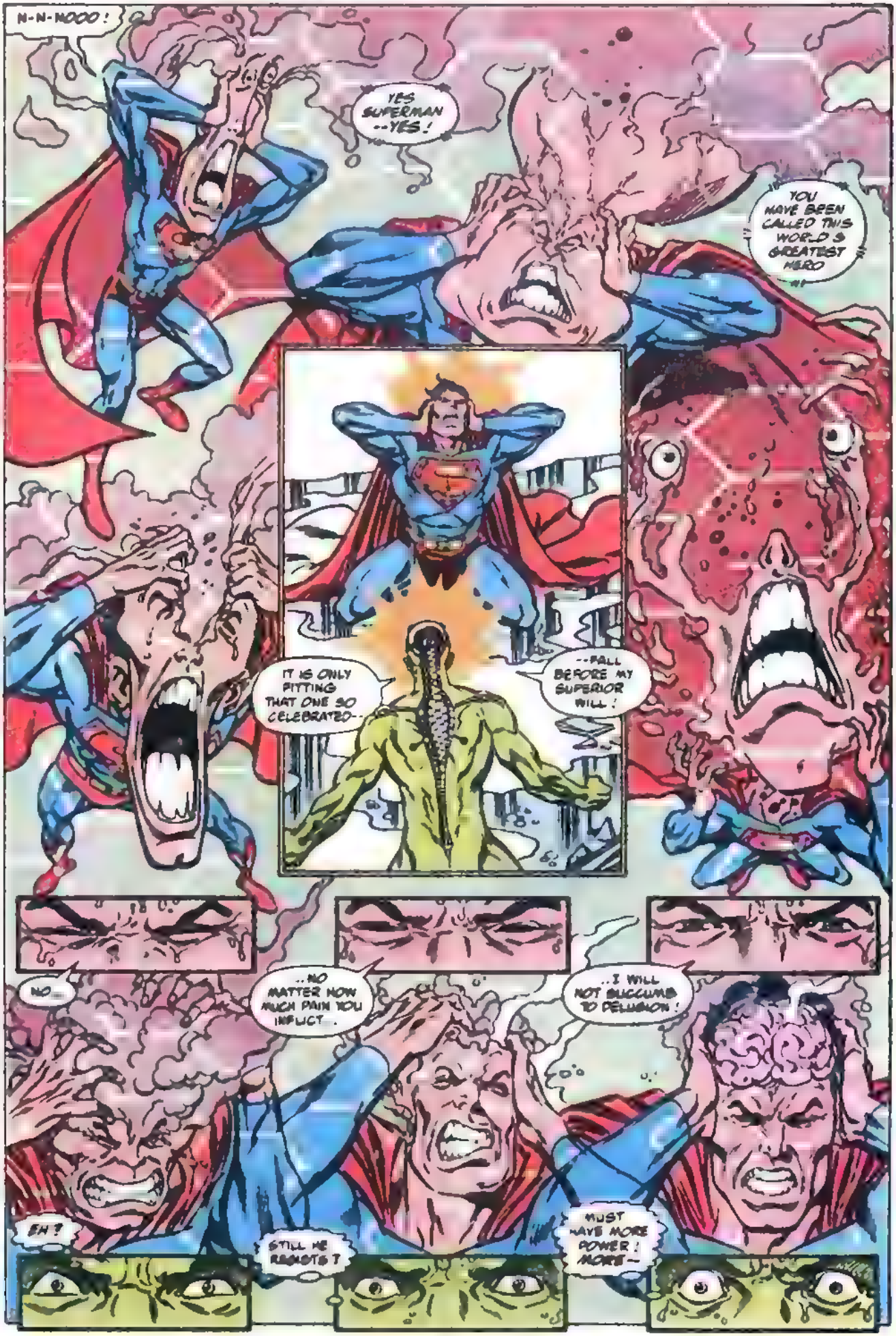

...JUST WEEKS BEFORE RUMORS OF THE LEXCORP TAKEOVER BID SWEPT THE BUSINESS COMMUNITY. SOMEHOW IN THAT TIME, SIMMONS WAS ABLE TO START A COMPANY --
--AND RAISE ENOUGH CAPITAL TO BUY AN ENTIRE S.T.A.R. RESEARCH FACILITY.
IT'S A LITTLE TOO CONVENIENT!
MS. TALBOT, I SHOULDN'T BE NEEDING YOU ANYMORE TODAY. FEEL FREE TO LEAVE -- I CAN LET MYSELF OUT.
HAVE A GOOD EVENING
HALLELUJAH! I WAS AFRAID I'D BE STUCK HERE ALL WEEKEND
KENT'S CERTAINLY A MORE CONSIDERATE BOSS THAN THORNTON --
--AND MUCH NICER TO LOOK AT!
FOR YEARS LUTHOR HAS SAT IN HIS CORPORATE OFFICES MANIPULATING PEOPLE LIKE SOME MALEVOLENT PUPPETEER -- PLAYING FAST AND LOOSE WITH THE LAW WHENEVER IT SUITED HIM.
BUT I THINK HE'S FINALLY MADE A SERIOUS MISTAKE.
IF MY SUSPICIONS ARE CORRECT, THE PROOF OF LUTHOR'S CONNECTION WITH BRAINIAC CAN BE FOUND --
--IN THE MIDDLE OF THE ROCKY MOUNTAINS.


IMPLANTATION IS COMPLETE. READY FOR BIONICS SYSTEMS RESPONSE TEST.
CONDUCT YOUR TESTS CAREFULLY...
"...THE REPLICATION PROCESS HAS REACHED A CRITICAL JUNCTURE!"
CEREBRAL CORTEX LINKAGE... CHECK. ELECTRO-SYNAPTIC SYSTEMS ...CHECK.
YES... YES! THERE IS... GREAT PAIN... BUT IT CAN BE WITHSTOOD!
I CAN FEEL THE POWER GROWING... EXPANDING! I CAN FEEL...
SUPERMAN!
HE'S FOUND US OUT!
HIS SPEED IS INCREDIBLE! HE'S NEARLY REACHED THE FACILITY!
HE MUST NOT BE ALLOWED TO INTERRUPT US!

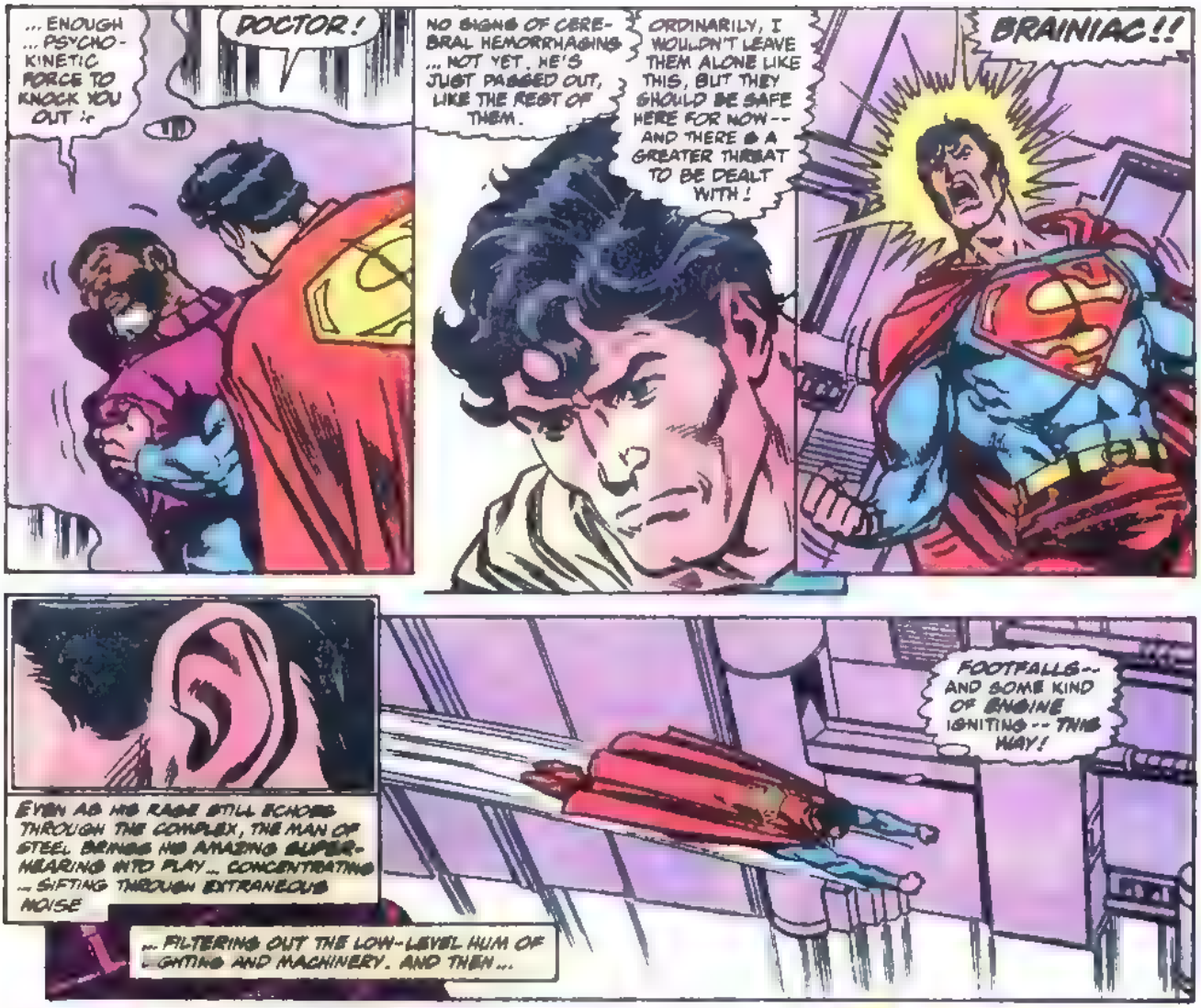

ALL GUARDS TO FULL ALERT! STOP SUPERMAN -- AT ALL COSTS!
WELL, SOMEBODY GAVE ME COMING AND FROM THE LOOKS OF THEIR OUTFITS AND THEIR HARDWARE --
-- THEY'RE LEXCORP SECURITY GOONS, ALL RIGHT!
THANKS, BOYS -- YOU GAVE ME ALL THE EXCUSE I NEEDED TO COME INSIDE!
LUTHOR! I THOUGHT I MIGHT FIND YOU HERE!
FROM WHAT I'VE SEEN HERE ALREADY, THERE'S MORE THAN ENOUGH EVIDENCE TO INCRIMINATE YOU IN--
LUTHOR? WHAT'S THE MATTER WITH YOU?
EVERYTHING IS UNDER CONTROL. THE PROCEDURE IS COMPLETE

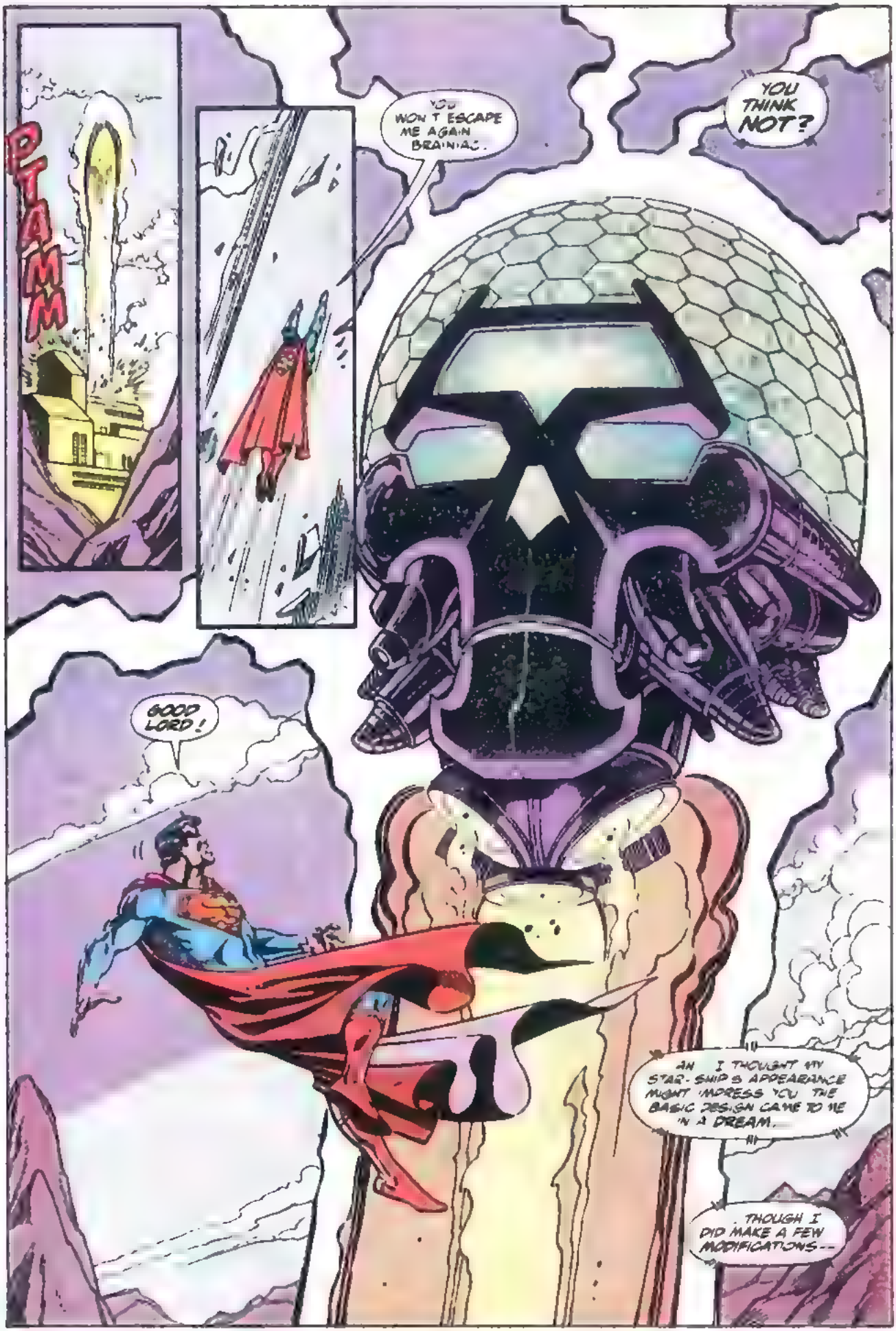

WHAT PROCEDURE? WHAT'S GOING ON HERE?
WE'RE CELEBRATING MY BIRTHDAY!
BRAINIAC?!
NONE OTHER! FORGIVE MY DISHABILLE...
IT IS NOT ALWAYS POSSIBLE TO FIND THE PROPER ATTIRE WHEN ONE IS RUSHING TO PREPARE FOR UNEXPECTED GUESTS.
I HAVE NO FURTHER REASON TO HIDE FROM YOU, KRYPTONIAN--

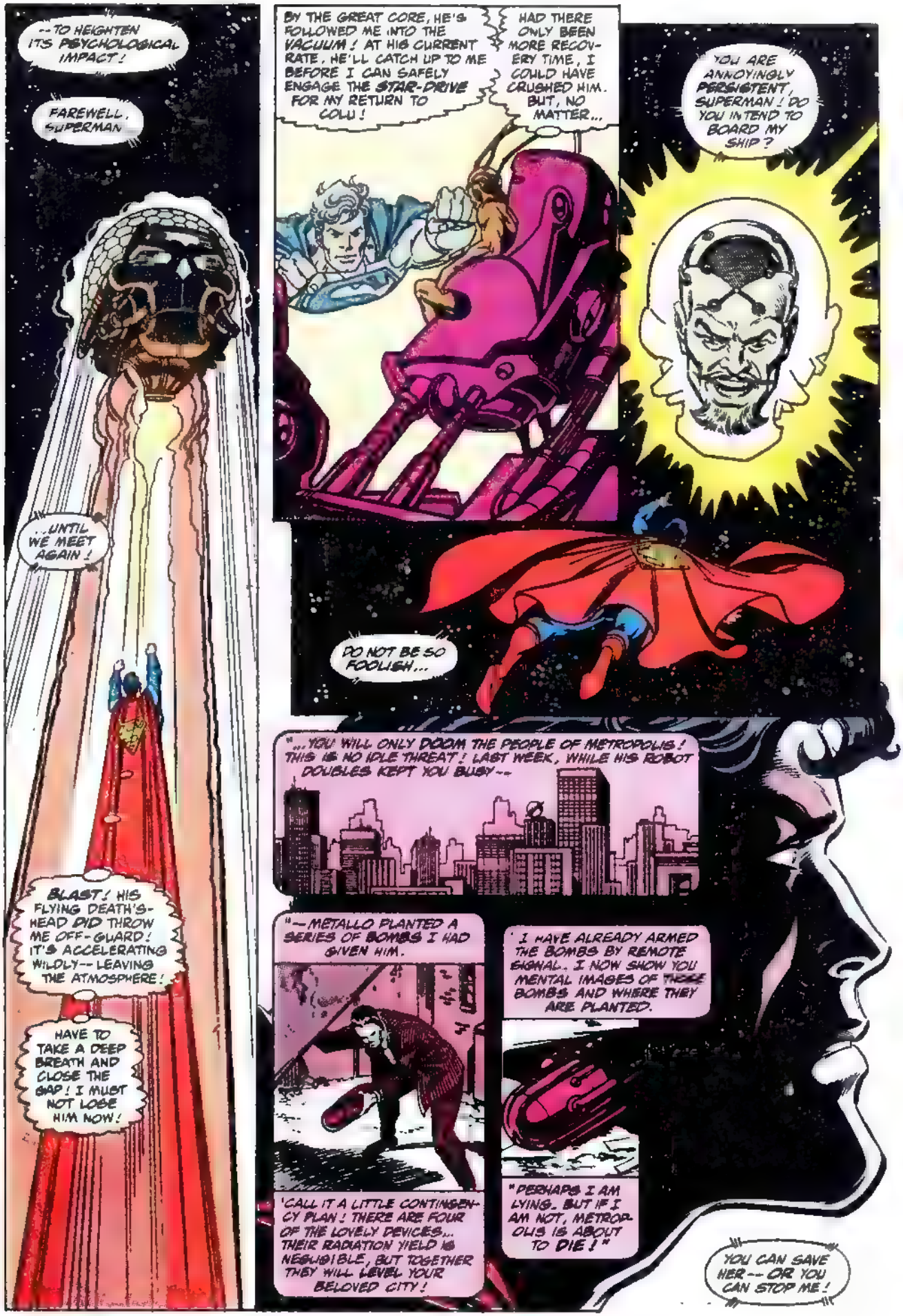
--I AM REBORN-- STRONGER, MORE POWERFUL THAN EVER! I AM MORE THAN A MATCH FOR YOU NOW... FAR MORE!
WHAT HAS HE DONE TO HIMSELF? THE GREEN OF HIS SKIN ISN'T FROM ANY APPLICATION OF KRYPTONITE... I'D ALREADY FEEL THE EFFECTS IF IT WAS
LISTEN, BRAINIAC--!
NO, YOU LISTEN! I HAVE NO NEED OF RADIOACTIVE ELEMENTS TO CONQUER YOU!
I NEED NOTHING MORE THAN THE POWER OF MY WILL!
"YOUR SURFACE THOUGHTS HAVE EVER BEEN MINE TO READ, KRYPTONIAN! ONLY YOUR INNER SECRETS HAVE ELUDED ME... BUT, I SWEAR--
"--THEY, TOO, WILL BE MINE! I SHALL CONQUER THE VERY CORE OF YOUR PSYCHE--
"--AND CRUSH YOUR PUNY MIND!"


N-N-NOOO!
YES SUPERMAN --YES!
YOU HAVE BEEN CALLED THIS WORLD'S GREATEST HERO
IT IS ONLY FITTING THAT ONE SO CELEBRATED--
--FALL BEFORE MY SUPERIOR WILL!
NO--
..NO MATTER HOW MUCH PAIN YOU INFLICT..
..I WILL NOT SUCCUMB TO DELUSION!
EH?
STILL HE REMOTS?
MUST HAVE MORE POWER! MORE--

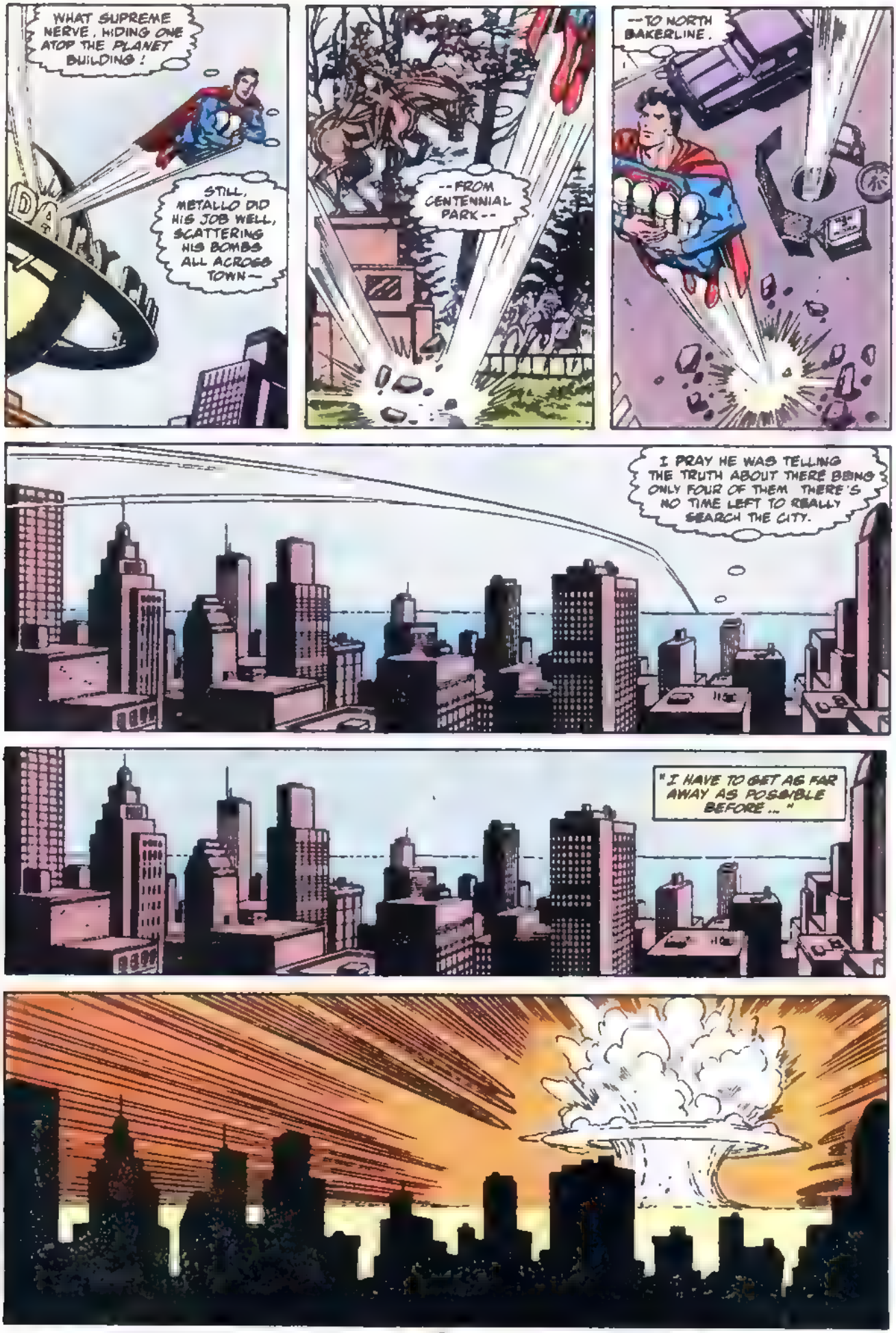
POWER
LONG, PAINFUL MOMENTS LATER...
OWW!
WHAT DID HE HIT ME WITH?
HOW LONG HAVE I BEEN UNCONSCIOUS?
WHERE DID BRAINIAC GO?
AND WHAT DID HE DO TO THESE PEOPLE?!
UHHHHHHH
DR. AUGUSTINE? ARE YOU ALL RIGHT? WHAT HAPPENED?
BRAINIAC DREW ELECTRICAL ENERGY FROM OUR BRAINS
...THROUGH THESE CONTROL PROBES IT BURNT THEM OUT. BUT HE GOT WHAT HE WANTED.

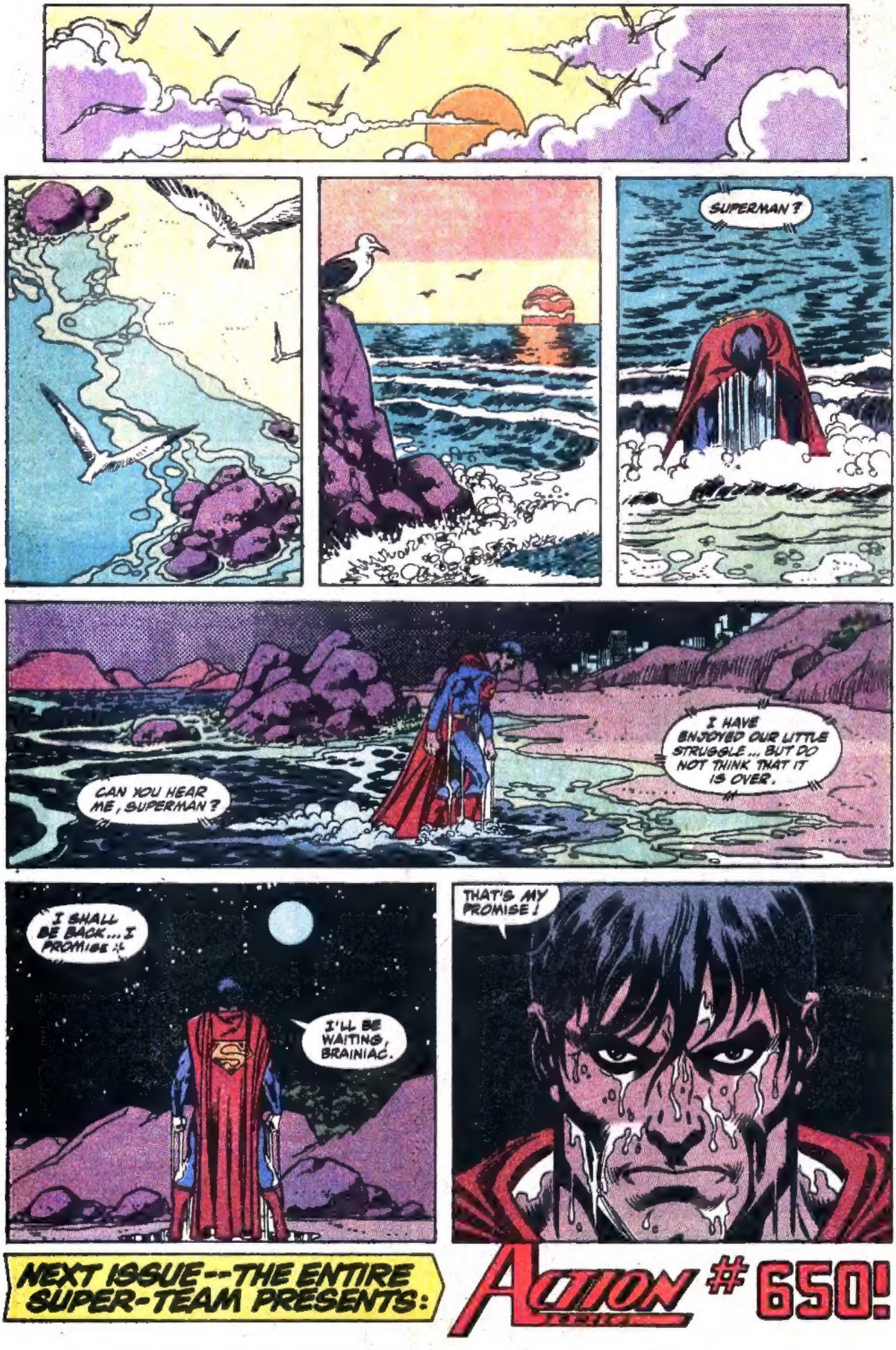

... ENOUGH ... PSYCHO-KINETIC FORCE TO KNOCK YOU OUT :-
DOCTOR!
NO SIGNS OF CEREBRAL HEMORRHAGING ... NOT YET. HE'S JUST PASSED OUT, LIKE THE REST OF THEM.
ORDINARILY, I WOULDN'T LEAVE THEM ALONE LIKE THIS, BUT THEY SHOULD BE SAFE HERE FOR NOW -- AND THERE IS A GREATER THREAT TO BE DEALT WITH!
BRAINIAC!!
EVEN AS HIS RAGE STILL ECHOES THROUGH THE COMPLEX, THE MAN OF STEEL BRINGS HIS AMAZING SUPER-HEARING INTO PLAY... CONCENTRATING ... SIFTING THROUGH EXTRANEOUS NOISE
... FILTERING OUT THE LOW-LEVEL HUM OF LIGHTING AND MACHINERY. AND THEN ...
FOOTFALLS -- AND SOME KIND OF ENGINE IGNITING -- THIS WAY!
YES, I CAN SEE THE FADING INFRARED TRACES OF HIS PASSING ... LEADING DEEPER INTO THE MAIN BUILDING.
THERE'S A LOT OF SHIELDING IN THESE WALLS ... GETTING IN THE WAY OF MY X-RAY VISION...
WHAT ARE YOU HIDING DOWN HERE, BRAINIAC? WHAT--?
KRAKATA!
KATHOOM!


PTAMM
YOU WON'T ESCAPE ME AGAIN BRAINIAC.
YOU THINK NOT?
GOOD LORD!
AH... I THOUGHT MY STAR-SHIP'S APPEARANCE MIGHT IMPRESS YOU. THE BASIC DESIGN CAME TO ME IN A DREAM...
...THOUGH I DID MAKE A FEW MODIFICATIONS--


--TO HEIGHTEN ITS PSYCHOLOGICAL IMPACT!
FAREWELL, SUPERMAN
..UNTIL WE MEET AGAIN!
BLAST! HIS FLYING DEATH'S-HEAD DID THROW ME OFF-GUARD! IT'S ACCELERATING WILDLY-- LEAVING THE ATMOSPHERE!
HAVE TO TAKE A DEEP BREATH AND CLOSE THE GAP! I MUST NOT LOSE HIM NOW!
BY THE GREAT CORE, HE'S FOLLOWED ME INTO THE VACUUM! AT HIS CURRENT RATE, HE'LL CATCH UP TO ME BEFORE I CAN SAFELY ENGAGE THE STAR-DRIVE FOR MY RETURN TO COLU!
HAD THERE ONLY BEEN MORE RECOVERY TIME, I COULD HAVE CRUSHED HIM. BUT, NO MATTER...
YOU ARE ANNOYINGLY PERSISTENT, SUPERMAN! DO YOU INTEND TO BOARD MY SHIP?
DO NOT BE SO FOOLISH...
"...YOU WILL ONLY DOOM THE PEOPLE OF METROPOLIS! THIS IS NO IDLE THREAT! LAST WEEK, WHILE HIS ROBOT DOUBLES KEPT YOU BUSY--
"--METALLO PLANTED A SERIES OF BOMBS I HAD GIVEN HIM.
'CALL IT A LITTLE CONTINGENCY PLAN! THERE ARE FOUR OF THE LOVELY DEVICES... THEIR RADIATION YIELD IS NEGLIGIBLE, BUT TOGETHER THEY WILL LEVEL YOUR BELOVED CITY!
'I HAVE ALREADY ARMED THE BOMBS BY REMOTE SIGNAL. I NOW SHOW YOU MENTAL IMAGES OF THESE BOMBS AND WHERE THEY ARE PLANTED.
"PERHAPS I AM LYING. BUT IF I AM NOT, METROPOLIS IS ABOUT TO DIE!"
YOU CAN SAVE HER-- OR YOU CAN STOP ME!

NOT MUCH OF A CHOICE, WAS IT?
HURRY, SUPERMAN! METROPOLIS HAS JUST MINUTES LEFT!
I DO HOPE YOU GET THERE IN TIME... IT IS A LOVELY CITY! I SHOULD LIKE TO ADD IT TO MY CONQUESTS ONE DAY! HA-HA-HA!
"I DON'T BELIEVE IT! SUPERMAN WAS GAINING ON THAT MANIAC--"
--WHY IN BLAZES DID HE TURN TAIL?! I WOULDN'T HAVE STOPPED UNTIL THAT ★@#%!! WAS DEAD!
HUNNNGH?
LEXSAT-3
PULL YOURSELF TOGETHER, HAPPERSEN! WE HAVE A LOT TO EXPLAIN AWAY, AND WE MAY NOT HAVE MUCH TIME...
...AT LEAST SUPERMAN DOESN'T SEEM TO BE HEADED BACK HERE.
I WAS AFRAID OF THIS...
...BRAINIAC WASN'T LYING... AT LEAST ABOUT THE FIRST LOCATION!
NO TIME TO TRY DEFUSING THIS--
--NOT WITH THREE MORE STILL OUT THERE!


WHAT SUPREME NERVE, HIDING ONE ATOP THE PLANET BUILDING!
STILL, METALLO DID HIS JOB WELL, SCATTERING HIS BOMBS ALL ACROSS TOWN—
--FROM CENTENNIAL PARK--
--TO NORTH BAKERLINE.
I PRAY HE WAS TELLING THE TRUTH ABOUT THERE BEING ONLY FOUR OF THEM. THERE'S NO TIME LEFT TO REALLY SEARCH THE CITY.
"I HAVE TO GET AS FAR AWAY AS POSSIBLE BEFORE..."


SUPERMAN?
CAN YOU HEAR ME, SUPERMAN?
I HAVE ENJOYED OUR LITTLE STRUGGLE... BUT DO NOT THINK THAT IT IS OVER.
I SHALL BE BACK... I PROMISE!
I'LL BE WAITING, BRAINIAC.
THAT'S MY PROMISE!
NEXT ISSUE--THE ENTIRE SUPER-TEAM PRESENTS:
ACTION COMICS #650!

DC COMICS INC.
666 Fifth Avenue, New York, NY 10103

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L-5313

Hey, Guys:

After reading ACTION COMICS #645 I'll admit my interest is more than a little piqued by this new Maxima person. And a large part of my interest stems directly from the simple fact that he/she/it is for all practical intents and purposes, a complete unknown. A total enigma.

Judging from all available appearances and manifestations thus far, however, (1, at present), it seems to me that Maxima is possessed of psionic, psychokinetic, and magical abilities at the very least. And seeing as how any of the aforementioned properties can adversely affect the Man of Steel, I'd say he's in for a pretty rough time.

And we're in for a pretty entertaining storyline.

Uncle Elvis
Dawson Springs, KY

*We won't reveal too much about Maxima ...' yet. You're right and you're wrong. Let's leave it the way you like it—enigmatic.*

*****

Dear Mike:

ACTION COMICS #645 was great. Being the last of the Superman monthly titles, I love the way it ties up a lot of the plot threads for that month. This month I particularly enjoyed the continuation of the Jimmy Olsen/Elastic Lad storyline. It's interesting to see yet another part of the old Superman mythos reintroduced. All of the previous revitalizations have been great; I'm sure this will be equally successful and exciting. This sure is one of the old elements I least expected you to reintroduce.

The Starman cameo was great. I really enjoyed Roger Stern's and Tom Lyle's work on Starman's own book and it's nice to see him doing the guest-starring instead of the flood of guest stars in his book.

I thought Maxima and Sazu were interesting and bizarre. The way Maxima researched Supes was great and gave an interesting view of how the world sees Superman. The fight between Sazu and Maxima leaves a lot of questions and future possibilities for the out-of-this-world duo.

Thanks for listening. I hope to see more great adventures from the Super-Team.

Mark Billian
Malvern, PA

*****

Dear Mike:

First, I feel that the cover of ACTION COMICS #645 was excellent!

Next, it was nice meeting Starman in these pages, and it would be great to reimplement guest stars or some team-ups in this book.

I like the way Clark's relationship with Lana is handled. It was good that he visited her on his way to Metropolis, however briefly.

Last, I like—no, I LOVE Maxima! She was the icing on the cake. An overall exceptional effort. Thanks.

Michael Garner
Long Beach, CA

*Superman and Lana do nicely show how men and women can be good friends even after a relationship.*

*****

Dear ACTIONeers:

Lemme think. What can I say about ACTION COMICS #645? I've got it! Stunningly unique! I loved Maxima, mostly because I like the idea of an extra-terrestrial female who's actually concerned about Terran fashion! Starman was a nice touch, too!

Boy-oh-boy-oh-boy, was the art great! You show me a better Supes artist and I'll lick his shoes! The art was really detailed, and yet it wasn't cluttered. Beyond that, I could easily read the lettering and even the colors were perfect!

I pretty much like the plotline, although a permanent costume for Maxima would have been better. Alongside that, there were no noticeable scars on the story. Think about it. Beautiful alien lookin' for a lover, finds Superman, gets the hots for him, and what do you have but a totally magnificent story.

All you have to do right now is finish up the Rubber Jimmy story, do something with Sazu, and you will have a whole series of stories that are way cool.

Up, up, and away,
Andy Ziats
(No Address)

*Maxima is one of those extra-terrestrial females who wouldn't be caught dead in the same thing twice.*

*****

Dear Mike:

Once again, whilst Superman's battle with Maxima's thrall meant that ACTION COMICS lived up to its name, the human side of his nature and his friends shone through. The sequence involving Superman/Clark and Lana meant a lot. Here's a man who can lift mountains, whose real concern goes out to a childhood friend. His humanity and, at the same time, his majesty were perfectly demonstrated, both in words and in pictures. The impressive silhouette highlighted by the glowing Superman emblem contrasted with the clasped hands and gentle kiss for Lana. It was a quiet page in an otherwise fast-moving comic, but it made the greatest impression on me.

Maxima herself will no doubt (as you said yourselves) make her return in the months ahead. The sequence that introduced her was full of power and mystery, aided by those tight, small panels, whilst her mental entrapment of Superman showed she's not to be trifled with. Is her true form humanoid, though, unlike Sazu's? If so, that would be an odd thing for a spacefaring race from far away. Her control of the Planet's staff was horribly simple in its development. I really liked the sequence showing Clark changing into Superman, confusing Perry with the speed of his disappearance. It contained a drama reminiscent of the better Superman movies, which captured the phone booth changing so well.

On a different note, the continuity between the three titles is working well. In some ways, it's like reading an (almost) weekly Superman book, which is good, whilst the three books maintain their individual identities and storylines. Another advantage of having three titles is that it allows subplots to be developed over a number of issues without taking too long, in terms of real months, and allows you to, say, touch on Jimmy's problem for a few panels in this issue, reminding us what the problem is, showing Superman's concern, yet not intruding on the rest of the story.

So, George and Dan move over to ADVENTURES now? So, I'll see Roger and Keith here next issue.

Malcolm Bourne
Manchester, England

*Whilst we could comment, we think you said it all.*

*****

Dear Mike,

Overslept? The MAN OF STEEL overslept!? I don't know that he'd ever *need* sleep after that recharge he got from

Starman. I didn't know he needed sleep at all except for psychological reasons. I thought Clark had an alarm clock. It must have been broken the last time Clark's apartment was blown up.

That 4-armed, 3-legged creature was neat, although I can't guess where she met up with the obviously mammalian Maxima. Turpin's reaction to the alien, "Where did this *weirdie* come from?" was typically narrow-minded and xenophobic.

Okay, just one last thing. ACTION COMICS WEEKLY is not the name of the letter column anymore, Mike, is it? Maybe I missed something? I'll know for sure next week.

Charlie Harris
Tucson, AZ

P.S. Will someone please tell Jimmy that he doesn't have a chance with Cat? Put the poor kid (and his unruly hormones) out of his misery.
P.P.S. Where's Jimmy's mom?

*It isn't Jimmy's unruly hormones, but his unruly heart that's the problem—it's more difficult to control. As for the name of the letter column, yes, you missed how it was thrown into a time-warp and cast back to ... uh ... it was our nostalgia tribute to ... uh ... oh look, we're out of room. Jimmy's mom is looking for Jimmy's dad.*

*—KEVIN DOOLEY*

******

**NEXT IN SUPERMAN #40:** In two short weeks you'll come face to face with the fantastic fury of the Four Armed Terror! And when he takes out his destructive rage not only on Metropolis but on the Man of Steel as well, Superman's only hope for survival may lie in the use of kryptonite. Talk about jumping out of the frying pan and into the fire! The excitement unfolds from the masterful hands of Jerry Ordway and Dennis Janke.

**THEN IN ADVENTURES #463:** Ladies and Gentlemen, start your engines! The most requested competition in the DC Universe finally breaks all the barriers when Superman races the Flash to decide just who is the "fastest man alive" for the 1990s. But with Mr. Mxyzptlk as the judge of this contest, you can bet that anything goes! It all happens in three weeks courtesy of Dan Jurgens and Art Thibert.

**AND FINALLY IN ACTION #650:** In just 30 short days catch a ride in a very special 48-page issue celebrating those unsung heroes of Metropolis—The Taxi Drivers! And have they got some wild stories to share with you! Your hosts for the Anniversary fun are Roger Stern, George Perez, Jerry Ordway, Curt Swan, Dan Jurgens, Brett Breeding, Bob McLeod, Kerry Gammill, Dennis Janke, Art Thibert and Glenn Whitmore. That's right! It took the entire Superman creative team to bring you this milestone. That's ACTION #650, junior, so don't be late!

**COVER CREDITS:** This issue's cover was pencilled and inked by George Perez and colored by Tom Ziuko.


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11. I certify that the statements made by me above are correct and complete. Paul Levitz, Publisher

"...AND SCANNING FOR ALL!"
BeastCharming:
Not quite Big Blue,
but he's halfway there!